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7 Attorneys for Defendant Facebook, Inc.

8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA
10 SAN FRANCISCO DIVISION
11

12 ANGEL FRALEY; PAUL WANG; SUSAN
MAINZER; JAMES H. DUVAL, a minor, by
13 and through JAMES DUVAL, as Guardian ad
Litem; and W.T., a minor, by and through
14 RUSSELL TAIT, as Guardian ad Litem;
individually and on behalf of all others
15 similarly situated,

16 Plaintiff,

17 v.

18 FACEBOOK, INC., a corporation; and DOES
1-100,

19 Defendants.
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Case No. CV 11-01726 RS

**DECLARATION OF MICHAEL G. RHODES
IN SUPPORT OF JOINT MOTION FOR
PRELIMINARY APPROVAL OF REVISED
SETTLEMENT**

DATE: October 25, 2012
TIME: 1:30 p.m.
JUDGE: Hon. Richard Seeborg
COURTROOM: 3

1 I, Michael G. Rhodes, declare:

2 1. I am a partner with the law firm of Cooley LLP (“Cooley”), attorneys of record in
3 this matter for Defendant Facebook, Inc. (“Facebook”). I have personal knowledge of the facts
4 set forth herein, and if called upon to testify, I could and would testify competently thereto.

5 2. Attached hereto as **Exhibit A** is a true and correct copy of my biography as posted
6 on Cooley’s website, available at www.cooley.com. Attached hereto as **Exhibit B** and **Exhibit**
7 **C**, respectively, are the biographies of Matthew D. Brown and Jeffrey M. Gutkin, partners at
8 Cooley who also represent Facebook in this matter.

9 3. Cooley maintains a Commercial Class Action Litigation practice, which has in-
10 depth experience representing companies across a wide array of industries in various types of
11 commercial class actions. Members of this practice group, including myself, Mr. Brown and Mr.
12 Gutkin, have litigated matters involving consumer protection, copyright, Internet transactions and
13 payment processing, internet advertising and privacy issues. A true and correct copy of the
14 Cooley website page featuring the Commercial Class Action Litigation practice is attached hereto
15 as **Exhibit D**.

16 Mediation

17 4. On March 1, 2012, I, along with Robert Arns, counsel for Plaintiffs in this matter,
18 participated in an all-day mediation session at JAMS in San Francisco, California, before the
19 Honorable Edward A. Infante (Ret.), a former Chief Magistrate Judge of the U.S. District Court,
20 Northern District of California, who has more than 30 years of dispute resolution experience. A
21 true and correct copy of the biography of Judge Infante, as set forth on the JAMS website,
22 available at www.jamsadr.com, is attached hereto as **Exhibit E**. Although this mediation
23 provided a constructive forum for settlement discussions before a highly skilled and experienced
24 mediator, the Parties were unable to reach a settlement.

25 Negotiations

26 5. Following the mediation before Judge Infante, the Parties continued to engage in
27 negotiations. Judge Infante supervised these settlement discussions. Ultimately, the Parties
28 arrived at an outline of a settlement agreement.

7. Following the Court's Order Denying Motion for Preliminary Approval of Settlement Agreement, Without Prejudice, dated August 17, 2012, ECF No. 224, the Parties have engaged in further negotiations that have resulted in the revised Settlement Agreement the Parties have provided to the Court as part of their Joint Motion for Preliminary Approval of Revised Settlement.

Executed on October 5, 2012 in San Francisco, California.

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